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Secretary - Lisa Hutchings

January 7, 1998

Division of Corporations
P.O. Box 5320
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 PM 2:31

RE: Florida Association for the Disabled

TO WHOM IT MAY CONCERN:

Please find enclosed a draft in the amount of \$5.00 necessary to complete the filing of the Articles of Incorporation for the Florida Association for the Disabled.

If you should have any further questions, please feel free to contact the undersigned at your convenience.

Sincerely,

CHRISTOPHER D. FORREST

CDF/lh
1/7/98

GAVE
AUTHORIZATION BY PHONE TO
CORRECT eff. date
DATE 1/12
LOC. EXAM SR

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DIVISION OF CORPORATIONS
98 JAN 12 PM 2:31

Articles of Incorporation of the
Florida Association for the Disabled, Inc.

The undersigned, for the purposes of forming a nonprofit corporation under the Florida Statutes 617, do hereby make and adopt the following Articles of Incorporation:

Article I

NAME

The name of the corporation is Florida Association for the Disabled, Inc.

Article II

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefits of its Members, Trustees or Officers, except to the extent permissible under law.

Article III

DURATION

The duration (term) of the Corporation is perpetual.

Article IV

PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

- A. The search for violations of the Americans with Disabilities Act (ADA),
- B. Educational efforts to correct such violations, and
- C. When necessary, litigation to require persons and entities in violation of said Act to comply with it.
- D. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease, or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal, and proceeds of such property, for any of the purposes set forth herein.

Article V
LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees, or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for such services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV (Purposes) hereof.

Article VI
MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Non-voting Members of one or more classes, who shall be admitted in such manner and who shall have rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Christopher D. Forrest
1680 NorthEast 135th St.
Miami, FL 33181

Scott Forman
1680 NorthEast 135th St.
Miami, FL 33181

Robert Bowling
1680 NorthEast 135th St.
Miami, FL 33181

Article VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 1680 NE 135th St., Second Floor, North Miami, FL 33181, and the name of its initial registered agent at that address is Christopher D. Forrest. The principal office address shall be the same.

Article VIII
INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Directors is three (3). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be

less than three (3). The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Christopher D. Forrest
1680 NorthEast 135th St.
Miami, FL 33181

Scott Forman
1680 NorthEast 135th St.
Miami, FL 33181

Robert Bowling
1680 NorthEast 135th St.
Miami, FL 33181

Article IX OFFICERS

The Officers of the Corporation shall consist of a President, Vice-President, Secretary-Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be proscribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

PRESIDENT
Robert Bowling
1680 NorthEast 135th St.
Miami, FL 33181

VICE-PRESIDENT
Scott Forman
1680 NorthEast 135th St.
Miami, FL 33181

SECRETARY-TREASURER
Christopher D. Forrest
1680 NorthEast 135th St.
Miami, FL 33181

**Article X
INCORPORATORS**

The name and address of each incorporator is as follows:

Christopher D. Forrest
1680 NE 135th St.
Miami, FL 33181

Scott Forman
1680 NE 135th St.
Miami, FL 33181

Robert Bowling
1680 NE 135th St.
Miami, FL 33181

**Article XI
BYLAWS**

The bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended, or rescinded by the Board of Trustees.

**Article XII
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any Amendment to them, and all rights and privileges conferred upon the Members, Trustees, and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

**Article XII
INDEMNIFICATION**

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

**Article XIV
BYLAWS**

The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Voting Members.

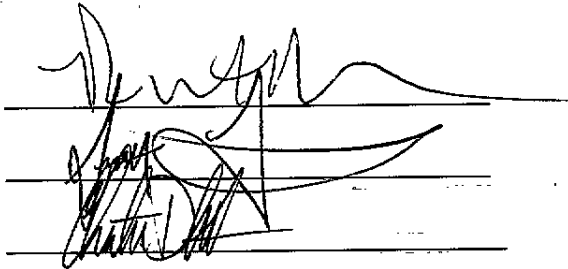
**Article XV
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of filing.

**Article XVI
NONSTOCK BASIS**

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

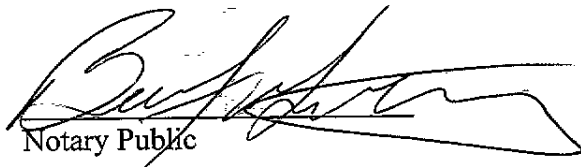
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 19 day of November, 1997.



State of Florida }
 }
County of Dade }

Before me personally appeared Robert Bowling, Scott Forman, and Christopher D. Forrest, to me well known and known to me to be the persons described in and who executed the foregoing instrument, and severally acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 19 day of November, 1997, in the aforesaid County and State.


Notary Public

My commission expires:



BEATRIZ GUTIERREZ
COMMISSION # CC 377512
EXPIRES JUN 1, 1998
Bonded Through
ALAN INSURANCE SERVICES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 PM 2:31

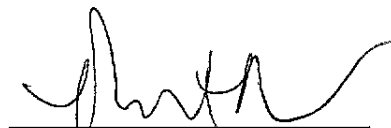
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the Corporation is the Florida Association for the Disabled, Inc.
2. The name and address of the registered agent and office is:

Christopher D. Forrest
1680 NE 135th St., Second Floor
North Miami, FL 33181

Signature



Corporate Officer

Title

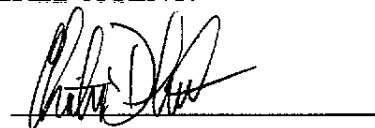
President

Date

11/19/97

HAVING BEEN NAMED AS THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature



Date

11/19/97